

Todd Kremin

From: Henry Warner
Sent: Tuesday, May 23, 2006 3:46 PM
To: 'Andrew Worden'
Cc: 'mcs@barronpartners.com'
Subject: BIOSAFE
Attachments: Retail proforma 5-23-06 1.2.xls; Catalog 1.8.pdf

Andrew and Matt:

Thank you for the opportunity to talk to some of your references. All reports were absolutely excellent.

BIOSAFE had planned to spin out its retail drug division by the end of June and has been working with others to this end. If you are interested, we would like to discuss working with your group instead.

Please review the attached financials. We are now in 14,000 stores having just added 5,000 Walgreens stores this month.

Our typical method of transfer is to license the products and existing contracts which should simplify the transaction.

We look forward to your thoughts and comments.

Hank

Henry A. Warner
Chief Executive Officer
BIOSAFE Medical Technologies, inc.
847-234-8111

4/28/2008

Exhibit 7

Retail Newco
Projected Income Statement
 INTERNAL USE ONLY - Confidential

	2005	2006	2007	2008	2009
(as if)					
Product Revenue:					
Cholestestol Panel	\$ 277,200	\$ 450,450	\$ 1,145,375	\$ 1,617,000	\$ 1,886,500
TSH	\$ 255,906	\$ 471,192	\$ 1,218,600	\$ 1,706,040	\$ 1,827,900
PSA	\$ 357,000	\$ 541,875	\$ 1,083,750	\$ 1,785,000	\$ 1,912,500
Hemoglobin A1c	\$ 10,360	\$ 77,700	\$ 691,530	\$ 699,300	\$ 932,400
Disease Management-Pharmacy	\$ 552,300	\$ 437,238	\$ 1,288,700	\$ 1,656,900	\$ 2,761,500
Anemia Meter	4,185	209,250	781,200	837,000	627,750
Rapid Allergy	-	-	1,276,800	2,394,000	2,992,500
New Development	-	-	-	1,871,250	3,742,500
Internet	125,887	455,289	865,123	1,038,148	1,245,777
Revenue via Acquisition		4,000,000	5,600,000	7,840,000	10,976,000
Total Revenue	1,582,838	6,642,994	13,951,078	21,444,638	28,905,327
COGS-Biosafe Products					
COGS via Acquisition	\$ 674,552	\$ 957,206	\$ 3,123,325	\$ 4,825,089	\$ 6,386,897
Royalty to Biosafe	\$ 126,627	\$ 531,439	\$ 1,116,086	\$ 1,715,571	\$ 2,312,426
Total Gross Margin	781,659	2,754,348	6,351,667	10,199,978	13,620,404
% of Net Revenue	49%	41%	46%	48%	47%
Selling, General and Administrative					
Sales and Commissions	89,935	140,368	466,460	774,752	1,025,929
Other Salaries	-	190,000	570,000	650,000	730,000
Rent/Utilities	-	60,000	120,000	120,000	180,000
Payroll Tax & Benefits	15,739	57,814	181,380	249,332	307,287
Professional	-	50,000	75,000	81,000	87,480
General Insurance	-	50,000	60,000	80,000	80,000
Bad Debt @	31,657	132,860	279,022	428,893	578,107
Other Expenses	-	47,860	156,166	241,254	319,345
Travel & Entertainment	-	50,000	75,000	100,000	100,000
Total S, G & A	137,330	778,903	1,983,028	2,725,231	3,408,147
EBITDA	644,329	1,975,445	4,368,639	7,474,747	10,212,257
% of Revenue	41%	30%	31%	35%	35%
Depreciation and Amortization					
EBIT	644,329	220,000	265,000	315,000	370,000
% of Revenue	41%	26%	29%	33%	34%
Interest Income	12,000	-	58,510	24,091	59,891
Interest					
Pre Tax Profit (Loss)	656,329	1,755,445	4,162,149	7,183,837	9,902,148
Income Taxes	246,123	658,292	1,560,806	2,693,939	3,713,305
Net Income	410,206	1,097,153	2,601,343	4,489,898	6,188,842
% of Revenue	26%	17%	19%	21%	21%

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Newco Retail
Projected Balance SheetConfidential
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Assets

	Annual 2005	Annual 2006	Annual 2007	Annual 2008	Annual 2009
Cash		2,925,481	1,204,528	2,994,561	6,657,224
Accounts Receivable (net of allowance)		948,999	1,993,011	3,063,520	4,129,332
Inventories		100,000	200,000	250,000	2,400,000
Prepaid Expenses		10,000	10,000	10,000	10,000
Refundable Deposits					
Total Current Assets	0	3,984,481	3,407,539	6,318,081	13,196,556

Property, Equip & Cap Devl Costs, net	0	80,000	80,000	95,000	120,000
Goodwill	0	4,000,000	4,000,000	4,000,000	4,000,000
Product Licenses	0	4,800,000	5,560,000	6,280,000	6,960,000
Total Assets	0	12,864,481	13,047,539	16,693,081	24,276,556

Liabilities

A/P Trade		137,327	349,043	514,686	669,319
Payroll and Payroll Taxes		100,000	140,000	150,000	160,000
Compliance Accrual		30,000	60,000	90,000	120,000
Notes Payable - Current					
Total Current Liabilities	0	267,327	549,043	754,686	949,319

Other Long Term Liabilities		0	(2,700,000)	(3,750,000)	(2,550,000)
Notes Payable - Long Term	0	267,327	(2,150,957)	(2,995,314)	(1,600,681)
Total Liabilities					

Shareholders Equity

Common Stock	0	11,500,000	11,500,000	11,500,000	11,500,000
Beg Retained Earnings	0	0	1,097,153	3,698,496	8,188,395
Current Period Income(Loss)		1,097,153	2,601,343	4,489,898	6,188,842
Ending Retained Earnings	0	1,097,153	3,698,496	8,188,395	14,377,237

Total Stockholders Equity

Total Liabilities and Stockholders Equity

	0	12,597,153	15,198,496	19,688,395	25,877,237
	0	12,864,481	13,047,539	16,693,081	24,276,556
	-	-	-	-	-

Confidential

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Newco Retail Confidential
Projected Statement of Cash Flow INTERNAL USE ONLY

Annual 2005	Annual 2006	Annual 2007	Annual 2008	Annual 2009
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Beg. Cash and Reserve for Future Development

0 2,925,481 1,204,528 2,994,561

Net Income (loss)

Change in working capital (less cash):

Current assets 1,097,153 2,601,343 4,489,898 6,188,842
 Current liabilities 0 (1,058,999) (1,144,012) (1,120,509) (3,215,813)
 0 267,327 281,716 205,644 194,633

Depreciation/Amortization

Net PPE decrease (increase) including capitalized R & D

Goodwill purchase 0 220,000 265,000 315,000 370,000
 (5,100,000) (1,025,000) (1,050,000) (1,075,000)

Issue of Note Payable for License
 Repayment of Note Payable

(4,000,000) 2,500,000 (2,700,000) (1,050,000) 2,000,000
 (2,500,000) (800,000)

Increase other long term liability
 Issuance of common stock, net of fees

0 11,500,000 0 0 0

Ending Cash and Reserve for Future Development

- 2,925,481 1,204,528 2,994,561 6,657,224

Projected Long Term Asset/Liability Work Schedule

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Annual 2005	Annual 2006	Annual 2007	Annual 2008	Annual 2009
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Fixed Assets

Beginning Balance 0 0 80,000 80,000 95,000
 Depreciation/Amort. (20,000) (25,000) (35,000) (50,000) (50,000)
 Purchases/Cap R&D 100,000 25,000 50,000 75,000
Ending Balance 0 80,000 80,000 95,000 120,000

License
 Amort years 25

Beg. Balance 0 0 4,800,000 5,560,000 6,280,000
 Amortization (200,000) (240,000) (280,000) (320,000)
 New licenses 5,000,000 1,000,000 1,000,000 1,000,000
Ending Balance 0 4,800,000 5,560,000 6,280,000 6,960,000

Projected Capitalization Table

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Annual 2005	Annual 2006	Annual 2007	Annual 2008	Annual 2009
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Beginning Shares Issued/Outstanding
 Shares Issued During Period - #
Ending Share Count

0 12,166,666 12,166,666 12,166,666 12,166,666
 0 12,166,666 12,166,666 12,166,666 12,166,666

Beginning \$ Value at Issued Price
 Shares Issued During Period - \$

0 12,000,000 12,000,000 12,000,000 12,000,000

2,500,000 @ \$ 1.00
 5,000,000 @ \$ 1.00
 1,500,000 @ \$ -

2,500,000
 5,000,000
 -

Confidential

500,000 @ \$ 1.00
 2,666,666 \$ 1.50
Ending \$ Value at Issued Price

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 500,000
 4,000,000
 0 12,000,000

12,000,000 12,000,000 12,000,000 12,000,000

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2008															
Stores															
Kits per Store/year	12,000		14,000		14,000		9,000		4,500		15,000		15,000		7,500
	7		6		6		6		40		4		8		10
	84,000		84,000		84,000		54,000		180,000		60,000		120,000		75,000
Unit Price	\$ 19.25	\$ 20.31	\$ 21.25	\$ 12.95	\$ 9.21	\$ 13.95	\$ 19.95	\$ 24.95							
Revenue	\$ 1,617,000	\$ 1,706,040	\$ 1,785,000	\$ 699,300	\$ 1,656,900	\$ 837,000	\$ 2,394,000	\$ 1,871,250	\$ 12,566,490						
COGS	\$ 574,728	\$ 678,909	\$ 634,326	\$ 305,316	\$ 950,400	\$ 165,000	\$ 896,280	\$ 412,500	\$ 4,617,459						
2009															

	Cholesterol Panel	TSH	PSA	Hemoglobin A1c	Disease Management	Anemia	Rapid Allergy	New Development
Stores	14,000	15,000	15,000	12,000	10,000	15,000	15,000	15,000
Kits per Store/year	7	6	6	6	30	3	10	10
	98,000	90,000	90,000	72,000	300,000	45,000	150,000	150,000
Unit Price	\$ 19.25	\$ 20.31	\$ 21.25	\$ 12.95	\$ 9.21	\$ 13.95	\$ 19.95	\$ 24.95
Revenue	\$ 1,886,500	\$ 1,827,900	\$ 1,912,500	\$ 932,400	\$ 2,761,500	\$ 627,750	\$ 2,992,500	\$ 3,742,500
COGS	\$ 670,516	\$ 727,403	\$ 679,635	\$ 407,088	\$ 1,584,000	\$ 123,750	\$ 1,120,350	\$ 825,000
	\$ 1,215,984	\$ 1,100,497	\$ 1,232,865	\$ 525,312	\$ 1,177,500	\$ 504,000	\$ 1,872,150	\$ 2,917,500

**Newco Retail
Employee Listing**

Position	2005	2006	2007	2008
President		200,000	200,000	200,000
Chief Accountant		75,000	75,000	75,000
VP Sales		135,000	135,000	135,000
Brand Manager(2)		80,000	80,000	160,000
Sales Assistant		45,000	45,000	45,000
Admin		35,000	35,000	35,000
Total	-	570,000	570,000	650,000

2009
<hr/>
200,000
75,000
135,000
240,000
45,000
35,000
<hr/>
730,000



CATALOG

OF

DIAGNOSTIC PRODUCTS

2006
APRIL
BIOSAFE Medical Technologies, Inc
100 Field Drive, Suite 240
Lake Forest, Illinois 60045
847-234-8111

BIOSAFE Medical Technologies Table of Contents

	Page
1) Pharma	
a) Cholesterol Panel – Traditional*	1
b) Thyroid (TSH) – Traditional*	2
c) Prostate (PSA) – Traditional*	3
d) Allergy Screen – Traditional*	4
e) Anemia Meter	5
f) Anemia Pro	6
g) Anemia Sure	7
h) Anemia Hemo-Quant	8
i) IgE-Mediated Allergic Asthma Panel – Traditional*	16
2) Disease Management	
a) Cholesterol Panel – Traditional*	1
b) Thyroid (TSH) – Traditional*	2
c) Prostate (PSA) – Traditional*	3
d) Diabetes (A1c) – Traditional*	9
e) Liver Panel (GGT, AST & ALT) – Traditional*	17
3) BIOSAFE Labs - Research & Development	
a) Anemia Hemo-Quant (Professional; Retail)	8
b) Rapid Liver ALT	10
c) Rapid PSA (Professional)	11
d) Rapid Allergy Screen (IgE)	12
i) Rapid Allergy Panel (Test by Category - Trees, Grasses, etc.)	13
(1) Rapid Allergy Reflex Panel - (Specific Tests by Allergen)	14
e) C-Reactive Protein – Traditional*	15
4) Retail	
a) Cholesterol Panel – Traditional*	1
b) Diabetes (A1c) – Traditional*	9
c) Thyroid (TSH) – Traditional*	2
d) Anemia Meter	5
e) Prostate (PSA) – Traditional*	3
f) Allergy Screen (IgE) – Traditional*	4
g) Rapid Liver (ALT)	10
5) Professional Healthcare	
a) Developed	
i) Anemia Hemo-Quant	8
ii) Allergy Screen (IgE) – Traditional*	4
iii) IgE-Mediated Allergic Asthma Panel – Traditional*	17
iv) Prostate (PSA) – Traditional*	3
v) Thyroid (TSH) – Traditional*	2
vi) Liver Panel (GGT, AST, ALT) – Traditional*	17
b) In Development	
i) Rapid Allergy Array	12, 13, 14
ii) Rapid PSA	11
iii) Rapid Liver Function (ALT)	10

	Page
6) Ultimate Health Club – Internet & Nutraceuticals	
a) Cholesterol Panel – Traditional*	1
b) Diabetes (A1c) – Traditional*	9
c) Thyroid (TSH) – Traditional	2
d) Anemia Meter	5
e) Prostate (PSA) – Traditional*	3
f) Allergy Screen – Traditional*	4
g) Rapid Liver (ALT)	10
7) Products by Disease State	
a) Anemia	
i) Anemia Meter	5
ii) Anemia Pro	6
iii) Anemia Sure	7
iv) Anemia Hemo-Quant	8
b) Coronary Heart Disease	
i) Cholesterol Panel – Traditional*	1
ii) C-Reactive Protein – Traditional*	15
iii) Anemia Meter	5
iv) Anemia Pro	6
v) Anemia Sure	7
vi) Anemia Hemo-Quant	8
c) Diabetes	
i) Diabetes (A1c) – Traditional*	9
ii) Thyroid (TSH) – Traditional*	2
iii) Cholesterol Panel – Traditional*	1
d) Oncology	
i) Prostate (PSA) – Traditional*	3
ii) Thyroid (TSH) – Traditional*	2
iii) Anemia Meter	5
iv) Anemia Pro	6
v) Anemia Sure	7
vi) Hemo-Quant	8
vii) Rapid Liver Function (ALT)	10
e) Men's Health	
i) Prostate Disease (PSA) – Traditional*	3
f) Women's Health	
i) Thyroid (TSH) – Traditional*	2
ii) Anemia Meter	5
8) Technical Bulletins	
9) New Products for or in Development	
1) Liver Enzymes (GGT, AST & ALT)	
2) C-Reactive Protein (CRP)	
3) Rapid Allergy Screen (IgE)	
4) Rapid Allergy Panel	
5) Rapid Allergy Reflex Panel (Specifics)	
6) Rapid Prostate Disease (PSA)	
7) Serum Rx Drug Tests (Digoxin, Phenytoin & Theophylline)	
8) Electrolytes (Na, K, Ca, Mg, Cl, HPO ₄ , HCO ₃)	

- 9) Serum Iron
- 10) Rapid Allergy Tests – Acute Care
 - a) Heparin
 - b) Wheat
 - c) Peanut
 - d) Latex
- 11) CBC (5 part differential)
- 12) CBC plus SMAC
- 13) Rheumatoid Arthritis (Rheumatoid Factor - RF)
- 14) Estrogen Receptors for Breast Cancer (BRCA)
- 15) Cardiac Markers (Troponins, BNP, Ischemia-Modified Albumin, CK-MB, Myoglobin)
- 16) Hepatitis C: Antibody Test
- 17) Hepatitis C: Viral Load and Genotyping
- 18) Hepatitis B Testing: See Hepatitis C
- 19) Neutralizing Antibodies (Interferon)
- 20) Neutralizing Antibodies (Remicade)
- 21) Hemophilia
- 22) Rapid Neutropenia (Quantitative)

BIOSAFE CHOLESTEROL PANEL

Disease Category: Coronary Heart Disease
 Disease State: Cholesterol Management
 Product: BIOSAFE Cholesterol Panel
 Including Total Cholesterol, HDL, LDL and Triglycerides
 a.k.a. BIOSAFE Lipid Panel

Product Description:

The micro sample blood test is a self-contained collection kit FDA approved for patient self-collection or professional use. The test reports all four lipid fractions: total cholesterol, HDL cholesterol, LDL cholesterol, and triglycerides. BIOSAFE has obtained certification from the National Cholesterol Education Program (NCEP) by conducting comparisons of results obtained at BIOSAFE Laboratories with those obtained at a CDC Cholesterol Reference Method Laboratory Network (CRMLN).

Packaging:

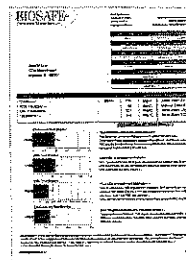
Professional Use



Retail (Consumer)



Report Format:



Markets:

- Large Pharma – in support of marketing and drug persistency programs
- Disease Management – in support of coronary heart disease and high cholesterol patients
- Retail Drug – Retail Product; Customer screening programs
- Clinical Trial & Research

Selected Customers by Category:

- Pharmaceutical Companies: Merck, AstraZeneca, Bristol Meyers, Bayer, Johnson & Johnson
- Disease Management & Pharmacy Benefit Managers: Caremark, Matria, CCS, Focused Healthcare Solutions, CorSolutions, Shipps
- Retail Drug: Albertsons, Safeway, Osco, Kroger (Ralph's)
- Clinical Trial & Research: University of Michigan, Research Triangle Institute, Stanford

BIOSAFE THYROID TEST (TSH)

Disease Category: Thyroid Disease
Disease State: Hypothyroidism, Hyperthyroidism, Disease Detection and Management
Product: BIOSAFE Thyroid Disease – A measure of TSH
a.k.a. BIOSAFE TSH Test



Product Description:

The micro sample blood test is a self-contained collection kit FDA approved for patient self-collection or professional use. The test reports TSH levels as measured in the patient's blood. Report of results are presented in a user-friendly format easy to read and self explanatory for the consumer. Packaging is available for both the physician and the consumer. Test is used to monitor, detect, and aid in the diagnosis of Thyroid disease. Test is appropriate for both hypothyroidism and hyperthyroidism.

Packaging:

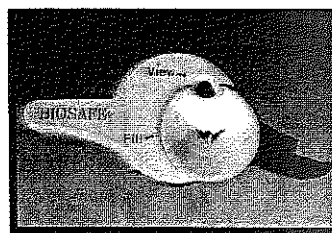
Retail (Consumer)



Retail (Counter Display)



BIOSAFE Blood Transport System (BTS)



Markets:

- Large Pharma – in support of marketing and drug persistency programs
- Disease Management – in support of thyroid disease and weight management
- Retail Drug – Retail Product; Customer screening programs
- Clinical Trial & Research

Selected Customers by Category:

- Pharmaceutical Companies: King Phymaceuticals (Maker of Levoxal®)
- Retail Drug: Albertsons, Safeway, Osco, Kroger (Ralph's), CVS

BIOSAFE PROSTATE TEST (PSA)

Disease Category: Men's Health – Diagnosis and Disease Management
 Disease State: Prostate Disease
 Product: BIOSAFE Prostate Test
 a.k.a. BIOSAFE PSA

Product Description:

The micro sample blood test is a self-contained collection kit approved for patient self-collection or professional use. The consumer or physician collects 3 drops of blood from the patient and mails the blood sample to BIOSAFE's laboratory for analysis. BIOSAFE Laboratories produces a consumer friendly report. The user receives quantitative results from the test. No longer will it be necessary to go to a doctor's office or a laboratory to draw blood and then wait a period of time for the results. From a few drops of blood obtained from a finger nick, a quantitative PSA determination, with clinical accuracy, is obtained. The BIOSAFE Prostate Test is appropriate for male consumers who suffer the symptoms of prostate disease, including difficulty in urination, frequent or urgent need to urinate and painful urination or who have a history of prostate disease. The test instructions direct the user to take the results from the test to his physician for consultation.

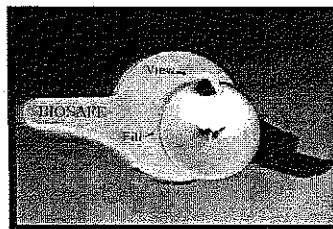


Packaging:

Professional Use

Retail (Consumer)

BIOSAFE Blood
Transportation System



Markets:

- Large Pharma – in support of marketing and drug persistency programs
- Disease Management – in support of prostate disease screening programs and prostate disease management
- Retail Drug – Retail Product; Customer screening programs
- Clinical Trial & Research

Selected Customers by Category:

- Disease Management & Pharmacy Benefit Managers: Caremark, Matria, CCS, Focused Healthcare Solutions, CorSolutions, Shipps
- Retail Drug: Albertsons, Safeway, Osco, Kroger (Ralph's), CVS

BIOSAFE ALLERGY SCREEN (Lab-based IgE Test)

Disease Category: General Allergies
 Disease State: Indoor Allergies, Outdoor Allergies, Allergic Asthma
 Product: BIOSAFE Allergy Test - a general allergy screen using a sample collection kit and lab processing and reporting
 a.k.a. BIOSAFE IgE Test – Lab based

Product Description:

The micro sample blood test is a self-contained collection kit FDA approved for patient self-collection or professional use. The test reports serum IgE levels as measured in the patient's blood. Report of results are presented in a user-friendly format easy to read and is self explanatory for the consumer. Packaging is available for both the physician and the consumer. This test is used to monitor, detect, aid in the diagnosis of allergies. Test is appropriate for indoor, outdoor, food and animal allergies.

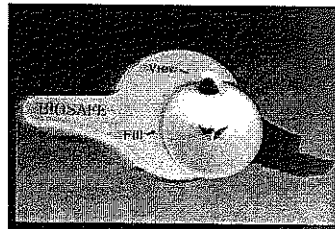
Packaging

Professional Use



Samples Collection Device

BIOSAFE Blood Transportation System
(BIOSAFE BTS)



Markets

Allergy is the world's leading disease and as a result, markets for allergy testing are enormous. More people suffer from allergies than from any other single illness. World health authorities estimate that one in five persons is affected by allergies. According to recent studies, 142 million people in the US suffer from Upper Respiratory Distress and Sinusitis – that is approximately 1/2 of the US population. The product provides many benefits to both the physician and the patient, including, in office or home use, clinical accuracy, no unnecessary testing, convenience, and perhaps best of all, no pain and lower cost.

Facts About Allergies and the Allergy Market:

- 50 million people have Allergic Rhinitis ⁽¹⁾
- 50 million people have non-Allergic Rhinitis ⁽¹⁾
- 42 million people have Sinusitis ⁽¹⁾, of which 33 million suffer Chronic Sinusitis ⁽⁵⁾
- Chronic Allergies limit the activity of 40% of children in the US ⁽⁵⁾
- Seasonal Allergies cost payors \$ 4.5 billion annually in medical care ⁽⁵⁾
- Allergies are the leading cause of loss of employee productivity on the job ⁽⁴⁾
- Allergies are responsible for 3.5 million lost US workdays each year ⁽⁵⁾
- Allergy sufferers account for more than 8.4 million physician visits per year ⁽⁵⁾

References

- (1) Source: Dialogues in redefining Rhinitis, Vol. No. 1 & 4, Office of Continuing Medical Education, UCLA School of Medicine
- (2) Kalamazoo, Mich.; Pharmacia & Upjohn; 1999, Publication 99050.
- (3) Steinbach s, et al. Diagnostic assessment and resource utilization in patients prescribed non-sedating antihistamines. March 2001, Philadelphia, Pa.
- (4) Burton and Conti, Disease Management, Vol. 1, November 1998
- (5) Asthma and Allergy Foundation of America

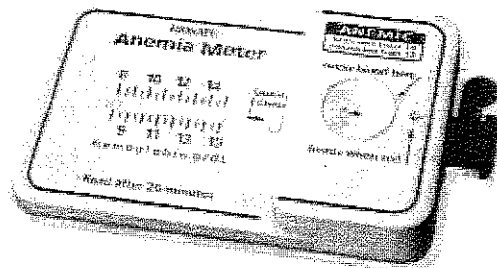
BIOSAFE ANEMIA Meter™

Rapid Anemia Test

Disease Category: Anemia
 Disease State: Chronic Kidney Disease, HIV, Oncology, Diabetes, Anemia
 Product: **BIOSAFE Anemia Meter™** Rapid Anemia Test

Product Description:

Low cost, single use, disposable unit is for consumer and professional use. Designed and developed by BIOSAFE's research and development team to measure hemoglobin levels, this FDA approved and CLIA waived device provides a result in 20 minutes that is both easy to understand and as accurate as a standard laboratory analysis. The consumer friendly design of this product makes it especially easy to use for the first time user.



Packaging:
 Professional Use



Retail (Consumer)

**Markets:**

- Large Pharma – in support of marketing and drug persistency programs
- Retail Drug – Retail Product; Customer screening programs
- Web-based Retail – on-line retail drug stores
- Foreign Market – as an instant test, no local lab is required
- Clinical Trial & Research

Selected Customers:

- Retail Drug: CVS, Walgreens, Safeway, Kroger (Ralph's)
- Web-based Retail: Amazon
- Medical Supply & Wholesale Distributors: Kinray, McKesson
- Foreign Markets: Greece (VI Pharma); Italy

Competitive Advantages:

BIOSAFE Anemia Meter™ Rapid Anemia Test:

- FDA approved; CLIA waived
- No equipment to buy
- Results in 20 minutes
- Single-Use, Rapid Response Anemia Device
- As accurate as a laboratory test
- A quick and convenient way for physicians to test patients in the office

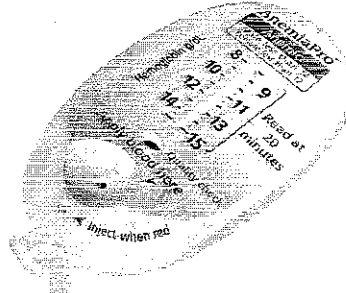
BIOSAFE AnemiaPro™

Rapid Anemia Test

Disease Category: Anemia
 Disease State: Chronic Kidney Disease, HIV, Oncology, Diabetes, Anemia
 Product: BIOSAFE AnemiaPro™ Rapid Anemia Test

Product Description:

Low cost, single use, disposable unit is for consumer and professional use. Designed and developed by BIOSAFE's research and development team to measure hemoglobin levels, this FDA approved and CLIA waived device provides a result in 20 minutes that is both easy to understand and as accurate as a standard laboratory analysis. The product is available free of charge to chronic kidney disease, HIV, oncology and diabetes patients through Johnson and Johnson's OrthoBiotech Group in support of Procrit®.



Promotions:

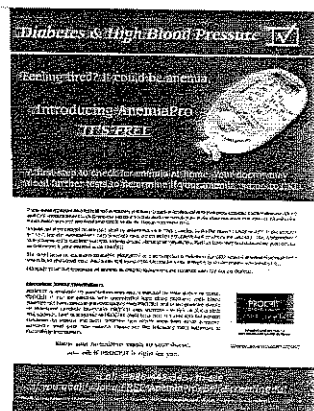
- Primary Care Physicians
- Magazines
- Television
- Website: www.anemiapro.com

Examples of Promotions:

Television: Spokes Person
 Alonzo Mourning



Print Advertising
 Family Circle Magazine



Competitive Advantages:

BIOSAFE AnemiaPro™ Rapid Anemia Test:

- FDA approved; CLIA waived
- No equipment to buy
- Results in 20 minutes
- Single-Use, Rapid Response Anemia Device
- As accurate as a laboratory test
- A quick and convenient way for physicians to test patients in the office